

Exhibit B

2/26/09 2:08PM

B6D (Official Form 6D) (12/07)

In re **Heritage Highgate, Inc.**Case No. **09-11198**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor". Include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
Gerald J. Bowes, Sr. 1166 King of Prussia Road Wayne, PA 19087-2839	-		266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				107,799.99	0.00
Account No.								
John T. Rogers 214 West Fourth Street Emporium, PA 15835	-		266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				24,500.01	0.00
Account No.								
Lehigh County Authority 1053 Spruce Street P.O. Box 3348 Allentown, PA 18106-0348	-		266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				4,321.44	0.00
Account No.								
Lynn C. Summers Rev. Life Ins. Trust c/o Wayne Koble, PNC Bank 901 State Street Erie, PA 16501	-		266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				117,600.00	0.00
Subtotal (Total of this page)							254,221.44	0.00

4 continuation sheets attached

2/26/09 2:08PM

B6D (Official Form 6D) (12/07) - Cont.

In re Heritage Highgate, Inc.

Debtor

Case No. 09-11198

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R O W E R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
Marital Trust U/W/O George Mee c/o Dwight Ball-Hinman, Howard & Kattell 700 Security Mutual Building 80 Exchange St., P.O. Box 5250 Binghamton, NY 13901-5250	-		Value \$ 18,000,000.00				215,600.03	0.00
Account No.			266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
Pensco Trust Company Custodian F/B/O Thomas L. Parks, Sr. P.O. Box 26903 San Francisco, CA 94126-6903	-		Value \$ 18,000,000.00				147,000.00	0.00
Account No.			266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
Pensco Trust Company Custodian F/B/O Charles J. Scagliotti P.O. Box 26903 San Francisco, CA 94126-6903	-		Value \$ 18,000,000.00				107,799.99	0.00
Account No.			266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
Pensco Trust Company Custodian F/B/O Robert Preston III P.O. Box 26903 San Francisco, CA 94126-6903	-		Value \$ 18,000,000.00				73,500.00	0.00
Account No.			266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
Pensco Trust Company Custodian F/B/O John R. Yalssie 450 Sansome Street, 14th Floor San Francisco, CA 94111	-		Value \$ 18,000,000.00				107,799.99	0.00
Subtotal (Total of this page)							851,700.01	0.00

Sheet 1 of 4 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

2/26/09 2:08PM

In re **Heritage Highgate, Inc.**

Debtor

Case No. **09-11198**

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B I T O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
Pensco Trust Company Custodian F/B/O Frank R. Cortese, Jr. P.O. Box 26903 San Francisco, CA 94126-6903	-		266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				68,600.01	0.00
Account No.								
Pensco Trust Company Custodian F/B/O Dr. Gary A. Cortese P.O. Box 26903 San Francisco, CA 94126-6903	-		266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				127,400.01	0.00
Account No.								
Robert Preston, III c/o Cornerstone Advisors 74 West Broad Street Bethlehem, PA 18018	-		266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				73,500.00	0.00
Account No.								
Tax Collector - Barry L. Moyer 8330 Schantz Road Breinigsville, PA 18031	-		266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				52,429.22	0.00
Account No.								
Tax Collector - Lehigh County Fiscal Office - Room 119 17 South Seventh Street Allentown, PA 18101-2400	-		266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				14,151.48	0.00
Subtotal							336,080.72	0.00
(Total of this page)								

Sheet 2 of 4 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

2/26/09 2:06PM

In re **Heritage Highgate, Inc.**

Debtor

Case No. **09-11198**

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
Tax Collector - Upper Macungie 970 E. Main Street Macungie, PA 18062		-	266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				52,429.22	0.00
Account No.								
The Pollock Investment, L.P. Pollock Family L.P. 360 Huntsville-ketown Road Dallas, PA 18612		-	266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				112,700.01	0.00
Account No.								
Upper Macungie Township 8330 Schantz Road Breinigsville, PA 18031		-						
			Value \$ 0.00				29,332.25	29,332.25
Account No.								
Upper Macungie Township Authority 8330 Schantz Road Breinigsville, PA 18031		-						
			Value \$ 0.00				429.00	429.00
Account No.								
Wachovia Bank c/o Matthew Tashman, Esquire Reed Smith, LLP 2500 One Liberty Place, 1650 Market St. Philadelphia, PA 19103	X	-	266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
			Value \$ 18,000,000.00				14,558,916.51	0.00
Subtotal (Total of this page)							14,753,806.99	29,761.25

Sheet 3 of 4 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

2/26/09 2:08PM

In re Heritage Highgate, Inc.

Debtor

Case No. 09-11198

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
Wickes Lumber Company 82 Garden Spot Road Ephrata, PA 17522						X		
			Value \$ 18,000,000.00				367,854.80	0.00
Account No.			266 single family and townhouse lots (Market Value is the combined value with Heritage Twin Ponds, L.P.)					
Yee III Trust 7445 Driftwood Road Northampton, PA 18067								
			Value \$ 18,000,000.00				186,200.01	0.00
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							554,054.81	0.00
Total (Report on Summary of Schedules)							16,549,863.97	29,761.25

Sheet 4 of 4 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07)

In re **Heritage-Twin Ponds, II, L.P.**

Debtor

Case No. **09-11197****SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor". Include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

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Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots					
Charles J. Scagliotti Pensco Trust Company Custodian P.O. Box 26903 San Francisco, CA 94126-6903	-		(Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				107,799.99	0.00
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots					
Dr. Gary A. Cortese Pensco trust Company Custodian P.O. Box 26903 San Francisco, CA 94126-6903	-		(Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				127,400.01	0.00
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots					
Frank R. Cortese Pensco Trust Company Custodian P.O. Box 26903 San Francisco, CA 94126-6903	-		(Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				68,600.01	0.00
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots					
Gerald J. Bowes, Sr. 1166 King of Prussia Road Wayne, PA 19087-2839	-		(Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				107,799.99	0.00
Subtotal							411,600.00	0.00
(Total of this page)								

3 continuation sheets attached

B6D (Official Form 6D) (12/87) - Cont.

In re Heritage-Twin Ponds, II, L.P.

Debtor

Case No. 09-11197

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
John R. Yaissle c/o Cornerstone Advisors 74 W. Broad Street, Suite 340 Bethlehem, PA 18018			Value \$ 18,000,000.00				107,799.99	0.00
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
John T. Rogers 214 West Fourth Street Emporium, PA 15835			Value \$ 18,000,000.00				24,500.01	0.00
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
Lynn Martial Trust Summers c/o Cornerstone Advisors 74 W. Broad Street, Suite 340 Bethlehem, PA 18018			Value \$ 18,000,000.00				117,600.00	0.00
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
Mee, George Marital Trust c/o Dwight Ball-Hinman, Howard & Kattell 700 Security Mutual Building 80 Exchange Street, P.O. Box 5250			Value \$ 18,000,000.00				215,600.03	0.00
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
Pollock Investment, L.P. c/o Cornerstone Advisors 74 W. Broad Street, Suite 340 Bethlehem, PA 18018			Value \$ 18,000,000.00				112,700.01	0.00
Subtotal (Total of this page)							578,200.04	0.00

Sheet 1 of 3 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re **Heritage-Twin Ponds, II, L.P.**

Debtor

Case No. **09-11197**

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.								
Robert Presto, III - Personal c/o Cornerstone Advisors 74 West Broad Street, Suite 340 Bethlehem, PA 18018	-		44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				73,500.00	0.00
Account No.								
Robert Preston, III Pensco Trust Company Custodian P.O. Box 26903 San Francisco, CA 94126-6903	-		44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				73,500.00	0.00
Account No.								
Tax Collector - Lehigh County Fiscal Office - Room 119 17 South Seventh Street Allentown, PA 18101-2400	-		44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				813.34	0.00
Account No.								
Tax Collector - Upper Macungie 970 E. Main Street Macungie, PA 18062	-		44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				3,034.33	0.00
Account No.								
Thomas L. Parks, Sr. Pensco Trust Company Custodian P.O. Box 26903 San Francisco, CA 94126-6903	-		44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				147,000.00	0.00
Subtotal (Total of this page)							297,847.67	0.00

Sheet **2** of **3** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re Heritage-Twin Ponds, II, L.P.

Debtor

Case No. 09-11197

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O M M U N I T Y	H U S B A N D / W I F E / J O I N T / C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			Mortgage					
Wachovia Bank c/o Matthew Tashman, Esquire Reed Smith, LLP			44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
			Value \$ 18,000,000.00				14,608,000.00	0.00
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)			X		
Wickes Lumber Company 82 Garden Spot Road Ephrata, PA 17522			Value \$ 18,000,000.00				367,854.80	0.00
Account No.			44 full single family lots 5 partial townhome lots 3 partial single family lots (Market Value is the combined value with Heritage Highgate, Inc.)					
Yee III Trust 7445 Driftwood Road Northampton, PA 18067			Value \$ 18,000,000.00				186,200.01	0.00
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)							15,162,054.81	0.00
Total (Report on Summary of Schedules)							16,449,702.52	0.00

Sheet 3 of 3 continuation sheets attached to
Schedule of Creditors Holding Secured Claims